

under Assured's Bankruptcy Case No. 15-40389 (collectively, the "Bankruptcy Cases"). At all times relevant to the State Court Action, Robert DelVecchio was the President and CEO of the Assured.

4. On April 14, 2015, the Texas Bankruptcy Court confirmed a Chapter 11 Plan of Reorganization for the Debtor and its debtor-subsidaries. Among other things, the Plan appointed a Plan Administrator to administer all claims asserted against the Debtor and its bankruptcy estate.

5. The causes of action asserted by JSBarkats in the State Court Action—for failing to remit legal fees and failing to remit to Plaintiff shares of Assured's common stock—constitute "claims" as that term is defined under section 101(5) of the Bankruptcy Code. Even the cause of action asserted against Robert DelVecchio may result in a claim being asserted against the Debtor, because Mr. DelVecchio, then the President and CEO of Assured is entitled to be indemnified by Assured and, thus, may asserted claims against Assured to the extent he is held personally liable to JSBarkats.

6. The Plan Administrator, for Assured and its co-defendant Robert DelVecchio, hereby removes the State Court Action to this Court pursuant to 28 U.S.C. § 1452(a) and Bankruptcy Rule 9027.

7. This Court has jurisdiction over the removed State Court Action pursuant to 28 U.S.C. §§ 157 and 1334.

8. The State Court Action is pending within this district.¹

9. This Notice of Removal is timely filed pursuant to Bankruptcy Rule 9027(a)(2).

10. Upon removal, litigation of the State Court Action is a core proceeding pursuant to 28 U.S.C. § 157(b)(2)(A), (B) and (O). While Assured contests the claims asserted in the

State Court Action and disputes all liability, even if a court of competent jurisdiction finds the Debtor or Robert DelVecchio to be liable in any capacity, such liability either results in a direct claim against Assured or an indirect claim through Mr. DelVecchio (which will result in Mr. DelVecchio seeking indemnification from Assured). Under either scenario, such a determination will have a direct impact on the administration of Assured's bankruptcy plan. Accordingly, the State Court Action is a core proceeding.

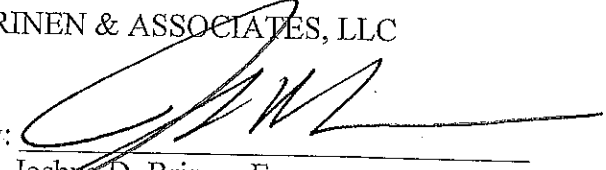
11. A copy of this Notice of Removal, without attachments, will be filed in the State Court Action pursuant to 28 U.S.C. §1446(d) and Bankruptcy Rule 9027(c).

12. Attached is a copy of all process and pleadings filed in the State Court Action, as is required under Bankruptcy Rule 9027. See Exhibit A and Exhibit B.

DATED: New York, New York
April 30, 2015

BRINEN & ASSOCIATES, LLC

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¹ The Plan Administrator intends to file a motion to transfer venue of the State Court Action to the Texas Bankruptcy Court where the Bankruptcy Cases are pending.